

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

MEYNARD DESIGNS, INC. AND
EARTH VISIONS INC.,

Plaintiffs and Counterclaim
Defendant,

v.

EARTH PRODUCTS INC.,

Defendant and
Counterclaim Plaintiff.

CIVIL ACTION NO. 05 CV 11781 NMG

EARTH PRODUCTS INC.

Third Party Plaintiff,
Counterclaim-Defendant

v.

PLANET,
INC.

Third-Party Defendant,
Counterclaim-Plaintiff.

UNOPPOSED MOTION FOR AMENDMENT OF CASE CAPTION

Earth, Inc., formerly Earth Visions Inc., hereby requests that its identification be corrected to accurately reflect its current corporate name. Earth Visions Inc. has changed its name to Earth, Inc., as evidenced in the attached Exhibit A. All parties have consented to the requested correction

WHEREFORE, Earth, Inc. hereby requests that the caption be changed to reflect its current name.

LOCAL RULE 7.1 CERTIFICATION

The undersigned certifies that counsel for the parties conferred in good faith prior to the filing of this motion. Counsel for Earth Products, Inc. indicated that Earth Products would not oppose this motion.

Respectfully submitted,

EARTH, INC.,
By its attorneys,

Dated: February 15, 2007

/s/ Hunter Keeton
Michael Albert, BBO # 558566
malbert@wolfgreenfield.com
Laura Topper, BBO # 652364
ltopper@wolfgreenfield.com
Hunter Keeton, BBO # 660609
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WOLF, GREENFIELD & SACKS, P.C.
600 Atlantic Avenue
Boston, Massachusetts 02210
Tel. 617 646.8000
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CERTIFICATE OF SERVICE

I certify that this document is being filed through the Court's electronic filing system, which serves counsel for other parties who are registered participants as identified on the Notice of Electronic Filing (NEF). Any counsel for other parties who are not registered participants are being served by first class mail on the date of electronic filing.

_____/s/ Hunter Keeton

D
PC

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

FOR FILING ONLY

Articles of Amendment

FOR FILING ONLY

(General Laws Chapter 156D, Section 10.06; 950 CMR 113.34)

(1) Exact name of corporation: EARTH VISIONS INC. 000883257

(2) Registered office address: 135 Second Avenue, Waltham, MA 02451
(number, street, city or town, state, zip code)

(3) These articles of amendment affect article(s): I
(specify the number(s) of article(s) being amended (I-VI))

(4) Date adopted: June 21, 2006
(month, day, year)

(5) Approved by:

(check appropriate box)

- ☐ the incorporators.
- ☐ the board of directors without shareholder approval and shareholder approval was not required.
- ☒ the board of directors and the shareholders in the manner required by law and the articles of organization.

(6) State the article number and the text of the amendment. Unless contained in the text of the amendment, state the provisions for implementing the exchange, reclassification or cancellation of issued shares.

ARTICLE I is hereby amended to change the name of the Corporation from EARTH VISIONS INC. to EARTH, INC.

5
P.C.

12-17-2004

- To change the number of shares and the par value, * if any, of any type, or to designate a class or series, of stock, or change a designation of class or series of stock, which the corporation is authorized to issue, complete the following:

Total authorized prior to amendment:

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE

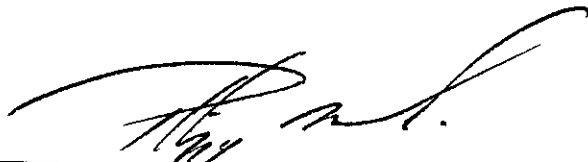
Total authorized after amendment:

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE

- (7) The amendment shall be effective at the time and on the date approved by the Division, unless a later effective date not more than 90 days from the date and time of filing is specified: _____

*G.L. Chapter 156D eliminates the concept of par value, however a corporation may specify par value in Article III. See G.L. Chapter 156D, Section 6.21, and the comments relative thereto.

Signed by:


Philippe Meynard

(signature of authorized individual)

- ☐ Chairman of the board of directors,
- ☒ President,
- ☐ Other officer,
- ☐ Court-appointed fiduciary,

on this

21st

day of June

, 2006

EARTH LIMITED
2 Southwick Street
Mendon, MA 01756

To: Secretary of State
Commonwealth of Massachusetts
Corporate Division
One Ashburton Place, 17th Fl.
Boston, MA 02108

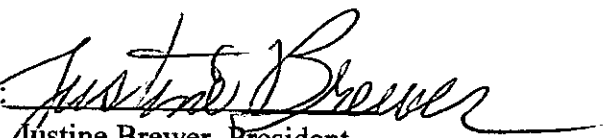
Earth Visions, Inc.
135 Second Avenue
Waltham, MA 02451-1107

The undersigned hereby consents to the use of the name of "Earth, Inc." for all purposes by Earth Visions, Inc., a Massachusetts corporation, doing business in Massachusetts at 135 Second Avenue, Waltham, MA 02451-1107.

Signed as a sealed instrument this 12 day of July, 2006.

Earth Limited

By:


Justine Brewer, President

09086666

COMMONWEALTH OF MASSACHUSETTS

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Articles of Amendment
(General Laws Chapter 156D, Section 10.06; 950 CMR 113.34)

I hereby certify that upon examination of these articles of amendment, it appears that the provisions of the General Laws relative thereto have been complied with, and the filing fee in the amount of \$ 100 having been paid, said articles are deemed to have been filed with me this 26 day of July, 2006, at 12:11 a.m./p.m.
time

Effective date: _____
(must be within 90 days of date submitted)

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

Filing fee: Minimum filing fee \$100 per article amended, stock increases \$100 per 100,000 shares, plus \$100 for each additional 100,000 shares or any fraction thereof.

OK
Examiner
DP
Name approval
✓
C
M

TO BE FILLED IN BY CORPORATION
Contact Information:

MEREK S. RUBIN, ESQ.

Rubin, Hay & Gould, P.C.

205 Newbury Street, Framingham, MA 01701

Telephone: (508) 875-5222

Email: _____

Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor. If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.

SECRETARY OF THE
COMMONWEALTH
2006 JUL 26 PM 12:11
CORPORATION DIVISION

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